

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION

IMPLICIT, LLC

Plaintiff,

vs.

FORTINET, INC.,

Defendant.

Case No. 2:19-cv-39-JRG-RSP

**DECLARATION OF WILLIAM COOPER IN SUPPORT OF
DEFENDANT FORTINET, INC.'S MOTION TO TRANSFER**

1. My name is William Cooper. I am employed by Fortinet, Inc. ("Fortinet") as Director of Litigation, Intellectual Property, and Privacy. I have been an employee and in-house attorney for Fortinet since October 16, 2017. Prior to joining Fortinet, I represented the company as outside counsel.

2. My duties include in-house legal representation of Fortinet across a broad range of legal disciplines, with an emphasis on intellectual property and litigation matters.

3. I reside in Walnut Creek, California, and I work at Fortinet's headquarters in Sunnyvale, California.

4. The facts set forth in this declaration are based on my personal knowledge, on information contained in the business records of Fortinet, or on discussions I had with other Fortinet personnel with such knowledge for purposes of investigating factual matters relevant to this declaration. If called as a witness, I could and would testify competently to the substance of this declaration.

5. Founded in 2000, Fortinet's principal place of business and headquarters are in Sunnyvale, California.

6. The majority of Fortinet's United States employees devoted to engineering, finance, operations, manufacturing, and marketing work in California, including at Fortinet's headquarters in Sunnyvale and its office in Union City. Both Sunnyvale and Union City are in the San Francisco Bay Area, and both are located in the Northern District of California. Outside of the United States, the principal location for employees devoted to engineering and research and development is Vancouver, Canada.

7. The importance of Fortinet's headquarters in Sunnyvale, California, and, more generally, its employees in California is difficult to exaggerate. Fortinet's executive leadership team works at headquarters. Fortinet's Board of Directors meets in Sunnyvale every quarter. The majority of Fortinet's United States employees who research, design, and develop products work in Sunnyvale, California. Similarly, the majority of Fortinet's United States employees devoted to finance, operations, manufacturing, and marketing work in Sunnyvale. Indeed, Fortinet's senior management, including all decision-makers related to the accused products, is in Sunnyvale.

8. I understand that Plaintiff Implicit, LLC ("Implicit") has accused certain Fortinet products, including FortiGate system products, of infringing Implicit's patents.

9. Numerous Fortinet employees with knowledge regarding the accused FortiGate system products—including employees who designed, developed, commercialized, and marketed these products and senior employees in the marketing, finance, and products divisions—work at Fortinet's headquarters in Sunnyvale. I am aware of not a single Fortinet employee with relevant, unique testimony for this case located in Texas.

10. Intel's Santa Clara, California office is less than five miles away from Fortinet's headquarters. A vast majority of the accused FortiGate products use an Intel Corporation processor, as well as network processors and content processors designed by Fortinet in N.D. Cal, and the remaining accused products use a "system on a chip" designed by Fortinet in the N.D. Cal.

11. The FortiGate products use FortiOS as the operating system, which is also a product Fortinet employees in the N.D. Cal develop.

12. A large volume of the documents in Fortinet's control or possession relating to the design, development, commercialization, and marketing of the accused FortiGate products, including underlying source code, is stored on servers and computers physically located in or near Sunnyvale, California. In addition, hard copies of relevant documents are also found in Fortinet's Sunnyvale, California headquarters. Additional documents and source code are located in other areas including Burnaby (just outside of Vancouver, British Columbia, Canada).

13. While Fortinet has a single sales office in Plano, Texas, I am not aware of any product development, source code, or technical work relating to the accused products located there.

14. Litigating this matter in the Northern District of California—the location of Fortinet's headquarters—will save Fortinet significant time and expense, and will minimize the disruption to Fortinet employees (as compared to litigating the case in Texas) as they continue with their ongoing duties.

I declare under penalty of perjury that the foregoing is true and correct. Signed this 3 day of June, 2019, in Sunnyvale, California.



William Cooper